

EXHIBIT D

EFiled: Aug 15 2011 9:09PM EDT

Transaction ID 39295464

Case No. 6720-CS



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

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IN RE MEDCO HEALTH SOLUTIONS,	:	Cons. C.A. No. 6720-CS
INC., SHAREHOLDERS LITIGATION,	:	
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**AFFIRMATION OF PHILIP C. SMITH IN SUPPORT OF MOTION FOR
APPOINTMENT OF LEAD PLAINTIFFS AND CO-LEAD AND LIAISON COUNSEL
AND CLASS CERTIFICATION OF PLAINTIFFS LABOURERS' PENSION FUND OF
CENTRAL AND EASTERN CANADA, GILA HEIMOWITZ, AND MICHAEL WABER**

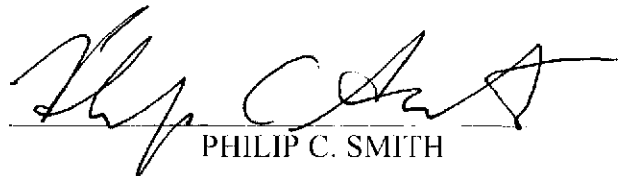
I, Philip C. Smith, an attorney in good standing, duly admitted to the bar of the State of New York, affirm as follows under penalty of perjury:

1. I am an attorney with Labaton Sucharow LLP ("Labaton"), counsel for plaintiff Labourers' Pension Fund of Central and Eastern Canada ("Labourers' Pension Fund") in the above-captioned consolidated action (the "Consolidated Action").

2. I respectfully submit this affirmation in support of motion for appointment of lead plaintiffs and co-lead and liaison counsel and class certification of plaintiffs Labourers' Pension Fund of Central and Eastern Canada, Gila Heimowitz, and Michael Waber (the "Motion"). I have personal knowledge of the facts set forth in this affirmation and could testify competently to them if called upon to do so.

3. As of the market's close on Friday, August 12, 2011, Labourers' Pension Fund continued to hold 26,138 shares of Medco Health Solutions, Inc. stock.

Dated: August 15, 2011



PHILIP C. SMITH